

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

IN RE CONDUENT INC. SECURITIES
LITIGATION

Case No.: 2:19-cv-08237-SDW-AME

Hon. Susan D. Wigenton, U.S.D.J.

Hon. André M. Espinosa, U.S.M.J.

ORDER APPROVING PLAN OF ALLOCATION

THIS MATTER having come before the Court for a hearing on May 24, 2023, on the motion of the Class Representatives for final approval of the proposed Settlement and approval of the Plan of Allocation for the proceeds of the Settlement; the Court having considered all papers filed and proceedings had herein and otherwise being fully informed;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED:

1. This Order incorporates by reference the definitions in the Stipulation and Agreement of Settlement, filed on December 2, 2022 (the “Stipulation”), and all capitalized terms not otherwise defined herein shall have the same meanings as set forth in the Stipulation.

2. Pursuant to and in accordance with Rule 23 of the Federal Rules of Civil Procedure, this Court finds and concludes that due and adequate notice was directed to Persons who are Class Members who could be identified with reasonable effort, advising them of the Plan of Allocation and of their right to object thereto, and a full and fair opportunity was accorded to Persons who are Class Members to be heard with respect to the Plan of Allocation. There were no objections to the Plan of Allocation.

3. The Court finds and concludes that the Plan of Allocation for the calculation of the claims of claimants that is set forth in the Notice of Pendency and Proposed Settlement of Class Action and Motion for Attorneys' Fees and Expenses (the "Notice"), provides a fair and reasonable basis upon which to allocate the Net Settlement Fund among Class Members.

4. The Court finds and concludes that the Plan of Allocation, as set forth in the Notice, is fair, reasonable, and adequate and the Court approves the Plan of Allocation.

IT IS SO ORDERED.

DATED this 24th day of May, 2023

BY THE COURT:

/s/ André M. Espinosa

Honorable André M. Espinosa
UNITED STATES MAGISTRATE JUDGE
FOR THE DISTRICT OF NEW JERSEY